

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF NEW YORK**

IN RE: AMERICAN EXPRESS  
ANTI-STEERING RULES  
ANTITRUST LITIGATION (II)

11-MD-02221-NGG-RER  
ECF CASE

THIS DOCUMENT RELATES TO:  
  
ALL CASES

**DECLARATION OF RICHARD BITHELL, ESQ., ON IMPLEMENTATION  
OF SETTLEMENT NOTICE PROGRAM**

I, RICHARD BITHELL, ESQ., hereby declare as follows:

1. My name is Richard Bithell, Esq. I have personal knowledge of the matters set forth herein, and I believe them to be true and correct.

2. I am a Senior Project Manager for Epiq Class Action & Claims Solutions, Inc. ("Epiq"), the Class Administrator in the above-captioned case. Epiq is a firm with more than 40 years of experience in data processing. Epiq has been retained to administer hundreds of class action settlements including some of the largest and most complex settlements in U.S. history. I personally have over 12 years of class action administration experience. I am authorized to make the following declaration on behalf of Epiq. I hereby declare, based upon my personal knowledge, information provided to me by associates and staff under common supervision, and upon a review of the business records maintained by Epiq, as follows:

3. On February 11, 2014, the Court appointed Epiq as the Class Administrator. The Court also approved the Notice Plan submitted by Epiq's sister company, Hilsoft Notifications. With the Court's approval, and according to the timeline laid out in the Class Action

Preliminary Approval Orders (the “Orders”), Epiq began implementing each element of the Notice Plan.

4. The Orders require that Epiq file a report with the court by March 25, 2014. This declaration is intended to satisfy that requirement.

5. This declaration outlines the notice efforts to date, including individual and publication notice as well as future notice efforts in accordance with the Notice Plan. Related support services provided by Epiq such as return mail processing, phone system support and the public website are also detailed in this declaration. The facts in this declaration are based upon information provided to me by colleagues from Epiq. A declaration will be filed in advance of the September 17, 2014, Final Approval Hearing detailing continued implementation of the Notice Plan.

6. As described in further detail below, I confirm that the Notice Plan was carried out and that the website notice, mail notice, publication notice, and any other notice to members of the Settlement Class was provided in the manner directed by the Court.

#### ***Individual Notice***

7. Epiq received three data files from American Express containing mailing addresses for merchants that accept American Express-branded cards at locations in the United States. Amex uses these addresses to communicate with merchants that accept Amex cards. Subsequently, Epiq removed duplicate records.

8. Prior to the initial mailing of the Summary Postcard Notice; postal mailing Addresses were checked against the National Change of Address (“NCOA”) database maintained by the United States Postal Service (“USPS”), which contains records of all reported

permanent moves for the past four years. In addition, the addresses were certified via the Coding Accuracy Support System (“CASS”) to ensure the quality of the zip code, and verified through the Delivery Point Validation (“DPV”) to verify the accuracy of the addresses. This address updating process is standard for the industry and for the majority of promotional mailings that occur today.

9. From March 5, 2014 to March 7, 2014, Epiq sent Summary Postcard Notices by USPS First Class Mail to Settlement Class Members using the addresses obtained through the procedures set forth above. Each notice was a two image 4.25” x 5.5” Summary Postcard Notice.

10. A copy of the Summary Postcard Notice is included as **Attachment 1**.

11. The return address on the Summary Postcard Notice is a post office box maintained by Epiq. As of March 14, 2014, Epiq has re-mailed 37 Summary Postcard Notices primarily for addresses that were corrected through the USPS. Additionally, an extra search for different addresses using a third-party lookup service (“BFIND”, maintained by LexisNexis) for undeliverable Summary Postcard Notices is ongoing and will be continued through the Fairness Hearing. As of March 14, 2014, 1,243 mailing pieces remain un-delivered.

12. As of March 14, 2014, Epiq received 804 requests for a copy of the Long Form Notice in English and 170 requests for a copy of the Long Form Notice in Spanish. Both of these documents are available on the case website.

13. A copy of the Long Form Notice is included as **Attachment 2**.

### ***Publication Notice***

14. Since Settlement Class Members may reside anywhere in the U.S. and its territories, the Notice Plan provides for wide geographic coverage providing notice in national business publications, local business publications, retail trade publications and placement in the largest circulation newspapers in each of the U.S. territories and possessions. The publication notice efforts are currently underway with notices running in publications from March 12, 2014 to April 7, 2014.

15. A copy of the Summary Publication Notice is included as **Attachment 3**.

16. A copy of the Paid Media Schedule is included as **Attachment 4**.

#### *Case Website*

17. The case website, [www.AmexMerchantSettlement.com](http://www.AmexMerchantSettlement.com), went live on March 5, 2014, and has been in continuous operation since that date. The website address has been and will be displayed prominently in all notice documents. By visiting this website, members of the Settlement Class can view additional information about the settlement, including: the Preliminary Approval Order, Settlement Agreement, Long Form Notice and a list of Frequently Asked Questions. As of March 14, 2014, there have been 14,854 website visitor sessions, with 178,699 website hits.

#### *Toll Free Number*

18. On March 5, 2014, the toll free number (1-866-686-8694), set up and hosted by Epiq, became operational and has been in continuous operation since that date. By calling this number, members of the Settlement Class can listen to answers to frequently asked questions and request a copy of the Court Approved Long Form Notice be mailed to them in English or

Spanish. This automated system is available 24 hours per day, 7 days per week. As of March 14, 2014, the toll free number has handled 5,273 calls representing 11,666 minutes of use.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated, March 25, 2014.



Richard Bithell, Esq.